

POWER OF ATTORNEY

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Fresh Take Technology Limited Liability Company, ("Assignee"), a Delaware corporation having a place of business at 2711 Centerville Road, Suite 400, Wilmington, DE 19808, certifies that to the best of assignee's knowledge and belief it is the assignee of the entire right, title, and interest in and to the patent(s) and/or patent application(s) listed in Appendix A and represents that the undersigned is a representative authorized and empowered to sign on behalf of the assignee.

Assignee has reviewed the assignment documents that evidence the placement of title in the assignee, true and correct copies of which are attached hereto, and understands and believes that these assignment documents have been submitted for recordation in the U.S. Patent and Trademark Office.

Pursuant to 37 C.F.R. §§1.36 and 3.71, the assignee hereby revokes all powers of attorney previously given and appoints the following attorneys and/or agents in connection with the patent applications and patents identified in Appendix A, that are filed with the United States Patent and Trademark Office:

the practitioners at Customer Number 35690, and

Mark K. Brightwell	Reg. No. 47,446	Lawrence J. Merckel	Reg. No. 41,191
Kay A. Colapret	Reg. No. 52,759	Eric B. Meyertons	Reg. No. 34,876
Stephen J. Curran	Reg. No. 50,664	Dean M. Munyon	Reg. No. 42,914
Mark R. DeLuca	Reg. No. 44,649	Neal E. Persky	Reg. No. 53,452
Russell Heinrichs	Reg. No. 50,354	Liza Phillip	Reg. No. 51,352
Erik A. Heter	Reg. No. 50,652	David W. Quimby	Reg. No. 39,338
Jeffrey C. Hood	Reg. No. 35,198	Rory D. Rankin	Reg. No. 47,884
Rajiv Jauhari	Reg. No. 55,850	Gareth Sampson	Reg. No. 52,191
B. Noël Kivlin	Reg. No. 33,929	Chris Thompson	Reg. No. 43,188
Robert C. Kowert	Reg. No. 39,255	Mark S. Williams	Reg. No. 50,658
Mario J. Lewin	Reg. No. 54,268	Martin R. Wojcik	Reg. No. 57,577

each of said attorneys or agents being a member or an associate of the firm of Meyertons, Hood, Kivlin, Kowert & Goetzel, P.C., as its attorney or agent for so long as they remain with such firm, to prosecute the application, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive any Letters Patent, and for one year after issuance of such Letters Patent to file any request for a certificate of correction that may be deemed appropriate.

Pursuant to 37 C.F.R. §3.71, the assignee hereby states that prosecution of the above-referenced patent application is to be conducted to the exclusion of the inventor(s).

Send all future correspondence to:

B. Noël Kivlin
Meyertons, Hood, Kivlin, Kowert & Goetzel, P.C.,
P.O. Box 398
Austin, Texas 78767-0398
(512) 853-8800

Assignee of Interest

Fresh Take Technology Limited Liability Company
2711 Centerville Road, Suite 400
Wilmington, DE 19808

Dated: 9/19/2006

By: 

Name: Andy Walton

Title: Authorized Person

APPENDIX A

MIHKG Ref	Filing Date	Serial No.	Title	Inventor(s)
6057-27400	10/31/2003	10/698,297	Sound-activated recording, transmission and playback.	Anatoly S. Weiser